

BOARD OF GOVERNORS

Minutes

Of the Board of Governors meeting held on Tuesday, 14 March 2023 in The Directorate Boardroom

Present:	<p>Ms Jennifer Bernard (Independent Governor, Chair of the Board of Governors)</p> <p>Mr Wladimir Albuja (Student Representative)</p> <p>Ms Kim Ansell (Independent Governor)</p> <p>Ms Aprileen Alexander (Independent Governor)</p> <p>Ms Shirley Cameron (Independent Governor)</p> <p>Ms Tina Coates (Independent Governor)</p> <p>Mr James Edmunds (Academic Board Representative)</p> <p>Mr Steve Fowler (Independent Governor)</p> <p>Mr Derek Hicks (Independent Governor)</p>
	<p>Professor Peter John (Vice-Chancellor)</p> <p>Ms Maisie Kelly (SU President)</p> <p>Mr Jonathan Lawrence (Independent Governor)</p> <p>Dr Christopher McLaverty (Independent Governor)</p> <p>Ms Andrea Miller (Independent Governor)</p> <p>Ms Kerry O'Callaghan (Independent Governor)</p> <p>Ms Helena Peacock (Independent Governor)</p>
	<p>Dr Paul Sahota (Independent Governor)</p> <p>Mr Stuart Wright (Independent Governor)</p>
In attendance:	<p>Mr Adrian Ellison (APVC and Chief Information Officer)</p> <p>Mr Patrick Fuller (Group Chief Financial Officer)</p> <p>Dr Suresh Gamlath (PVC) (Business Development)</p> <p>Mr Neil Henderson (Director of Human Resources and Organisational Development)</p> <p>Dr Hiba Khan (Co-opted member on the Workforce Advisory Committee)</p>
	<p>Ms Coral Mason (Assistant Clerk to the Board)</p> <p>Ms Sara Raybould (Deputy Vice-Chancellor, Education and Student Experience)</p> <p>Dr Kostas Tzortzis (APVC and Director of Strategic Planning)</p> <p>Mr Kiran Virdee (Independent Governor)</p> <p>Ms Claire Willitts (Director of Property Services)</p>

	Professor Anthony Woodman (Provost and Senior Deputy Vice-Chancellor)
Apologies:	Ms Sandra Botterell (Independent Governor) Mr Joshua Heming (Interim University Secretary) Professor Heather Loveday (Professoriate Representative)

1. Apologies for absence, announcements and declarations of interest

1.1 There were no declarations of interest.

1.2 Apologies were recorded above.

2. Minutes of the Meetings held on 22 November 2022 (Appendix 1) and 30-31 January 2023 (Appendix 2) (BG 2223 16)

2.1 The minutes of the meetings held on 22 November 2022 and 30-31 January 2023 were confirmed as a fair and accurate record.

3. Matters Arising Reports (BG 2223 17)

Meeting of 22 November 2022 (Appendix 1)

3.1 The Vice-Chancellor confirmed that all items were on the agenda or had been completed.

Meeting of 30-31 January 2023 (Appendix 2)

3.2 The Vice-Chancellor confirmed the strategic plan was progressing and the strategic pillars were being modified to take into account comments made at the meeting.

4. Approval of recommendations from Committees (BG 2223 18)

Audit and Risk Committee meeting of 2 March 2023

Appointment of External Auditors (Appendix 1)

4.1 The Group Chief Financial Officer outlined the procurement process noting two Governors from the Audit and Risk Committee were members of the interview panel. **Some references in this section have been redacted.** After lengthy consideration the panel agreed to award the contract to BDO for three years with the option to extend for a further two years.

4.2 Members were informed the audit market had undergone due to a number of changes to accounting standards which required auditors to distance themselves from the clients and no longer offer advice, they could provide data but not comment on the data provided, clients would be required to seek independent advice.

4.3 Audit companies had increased their fees as they were taking on greater risk.

- 4.4 The Board of Governors **APPROVED** the contract award to BDO.

Governance and Nominations Committee meeting of 24 January 2023

Membership of the Board of Governors and Committees (Appendix 2)

- 4.5 The Chair of the Committee informed members of the re-appointment of the Governor with Experience in HE.
- 4.6 The Board of Governors **APPROVED** the re-appointment of Mr Derek Hicks as the Governor with Experience in HE from 1 February 2023 to 31 January 2026.

5. Chairs Action – Appointment of Lead Governor for Safeguarding (BG 2223 19)

- 5.1 The Chair of the Board reminded members of the Safeguarding presentation at the last Board meeting on 30-31 January 2023 and the requirement to appoint a lead Governor for Safeguarding. The Chair of the Audit and Risk Committee usually took on the role. The postholder was not required to hold specialist knowledge but had undertaken safeguarding training and would be available if individuals wished to escalate a concern. All Governors were required to undertake safeguarding training.
- 5.2 The Board of Governors **APPROVED** the appointment of the Chair of the Audit and Risk Committee as the Lead Governor for Safeguarding.

6. Vice-Chancellor's Briefing (BG 2223 04)

- 6.1 The Vice-Chancellor updated members on the following:
- The OfS are scheduled to undergo a review of its performance by the House of Lords Industry and Regulators Committee as a result of concerns expressed by HE mission groups over the unnecessary regulatory burden being imposed which was diverting resources away from the student experience.
 - The government has created a new Department for Science, Innovation and Technology (DSIT) with the Department for Business, Energy and Industrial Strategy being divided into three new departments.
 - Creative industries were being held back by the 'low value courses narrative' by the government and this was a cause for concern for people in those industries.
 - The closing date for the TEF submission was 24 January 2023 and, while the initial iteration of the TEF was flawed, there were some areas of good practice particularly around collecting, reviewing and evaluating data which allowed HEIs to measure success.
 - Advance HE had published its revised Professional Standards Framework and new fellowship applications would be required to use the new framework from 2024.
 - The Lifelong Learning Bill (Higher Education Fee Limits) was published on 1 February 2023. The Bill allowed the Secretary of State to set fee limits for a variety of courses thus allowing proportional fee loans.

- The importance of Apprenticeships was celebrated during the National Apprenticeship Week with HEIs being encouraged to expand their apprenticeship portfolio noting the different regulatory frameworks which could cause an increased burden to HEIs.
- The NHS had raised a concern over the number of young nurses leaving the profession alongside a fall in applications across the sector. While there had been a small reduction in applications at UWL the quality had improved.
- The launch of ChatGPT and similar artificial intelligence (AI) tools had benefits as teaching tools but concerns remained over possible abuses of AI and assessments.
- The government and the OfS continued to raise concerns about harassment and sexual misconduct and HEIs would be required to maintain a register of personal relationships between staff and students. UWL had robust systems in place but the policy would be reviewed to ensure it remained current.

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- The sector feared the government would impose a cap on student visas which would impact on fee income for all HEIs.
- Spring recruitment had been strong, particularly at undergraduate level where acceptances were up by 18% and postgraduate acceptances were up 1%. International recruitment continued to grow with over 1000 students joining this spring.
- Enterprise continued to increase, covering a wide range of activities, with a forecast of £89.4m.
- NSS completion rates were currently 62%. Although the content of responses had yet to be revealed the SU President informed members that, based on alternative internal surveys, it was anticipated the NSS outcome would be positive.
- **Some references in this section have been redacted.**
- Pete Townshend, lead guitarist and principal songwriter for The Who, had agreed to donate his collection of vintage instruments on the understanding that they would be available to be viewed by the public. The Director of Property Services was in the process of sourcing appropriate space.
- **Some references in this section have been redacted.**
- A student team took part in the Zest Quest Asia knock out competition and won three prizes which included a week-long culinary and cultural journey to Bangkok.
- **Some references in this section have been redacted.**
- The Vice-Chancellor and Senior Deputy Vice-Chancellor had signed an exclusive agreement with MUIC, Marbella which would mean their students would study only for UWL awards in future.
- The Vice-Chancellor had been elected to the University Alliance Board.

6.2 The Board of Governors **NOTED** the Vice-Chancellor's update.

7. Berkshire Pension Scheme Transfer (BG 2223 21)

7.1 **Some references in this section have been redacted.**

7.2 As a closed employer and with only 14 active members, termination would automatically occur when the last active member left. Favourable financial market

conditions had led to a massive reduction in liability charges to exit the Berkshire pension scheme. At this point, UWL was able to control the timing of the exit and transfer the members to the Ealing pension scheme with no changes to their benefits. If UWL did not take advantage of the current exit valuation it was likely this would increase substantially.

7.3 Some references in this section have been redacted.

7.4 Members were reminded of previous discussions with Ealing Council a number of years ago who had rejected the proposal but now they had been assured that UWL would incur the liability costs in full. This had improved the University's covenant as it removed the liability on the balance sheet therefore improving the net asset position and demonstrated a capital gain.

7.5 The Board of Governors **CONSIDERED** and **APPROVED** the proposal to exit from the Berkshire pension scheme. **Some references in this section have been redacted.**

8. UWL School of Medicine (Presentation)

8.1 The Provost and Senior Deputy Vice-Chancellor outlined the rationale for a School of Medicine at UWL and emphasised that the School would not be a Medical School training doctors but would be a School of Medicine pulling together current medical-related courses under one roof. This would allow further development of the course portfolio focusing on subjects allied to medicine. It would enhance the University's reputation but more importantly would support society's need for research into health and social care. The initiative would focus on local issues and support *Impact 2028*.

8.2 The initial phase would co-locate all subject areas to Century House although the labs would be located at St Mary's Road. Additional capital funding has been secured which would increase the number of STEM laboratories.

8.3 A partnership Board would be established to ensure key NHS partners were involved. The NHS partners currently serve a population of over five million people and their inclusion in the plans would provide UWL with information on where needs were greatest.

8.4 Engagement with the General Medical Council (GMC) has been initiated to ensure they were aware of UWL's long term plans. Discussions were taking place to develop and offer an undergraduate portfolio in the future.

8.5 The second phase, from October 2023, would include appointing clinical Fellows and Professors, further engagement with the GMC for accreditation of a postgraduate CPD portfolio, engagement with the Applied Research Collaboration Northwest London (NIHR) and the development of a BSc (Hons) in Clinical Sciences.

8.6 The final phase would be initiated from July 2024 and would include the appointment of a Dean, extension of the postgraduate portfolio beyond CPD courses and an extension of the research portfolio. By this stage the University would be able to make a definite decision on whether to push forward with GMC accreditation.

- 8.7 Members were informed that although there was a clear need for an increase in medical students, the government was reluctant to incur the costs. The proposed plans would lay the foundations for a Medical School if circumstances changed, and the Board confirmed nothing was beyond consideration.
- 8.8 Members queried whether the School would change the culture of the University, but the Provost and Senior Deputy Vice-Chancellor confirmed the University remained committed to helping students and through this provision the University would probably make offers to students who may not find easy acceptance in traditional medical schools.
- 8.9 The Board of Governors **NOTED** the presentation.

9. Sustainability Update (Presentation)

- 9.1 The Pro Vice-Chancellor (Business Development) updated members on work taking place to embed sustainability across the University.
- 9.2 Work within professional and academic departments had progressed with reporting templates being used around all business as usual activities.
- 9.3 The University had maintained its Platinum EcoCampus Status awarded by EcoCampus for the HE sector which allowed universities to identify, manage and improve their sustainability and environmental practices.
- 9.4 The Director of Property Services confirmed sustainability was initially embedded through the estate but was now being managed across all aspects of University business.
- 9.5 To maintain the One Planet Pledge to reach zero carbon emissions, the University would undertake a full audit by the end of 2023.
- 9.6 The University had achieved the People and Planet carbon reduction target and was 17th in the 1st class university league table.
- 9.7 The University had secured a number of government grants including PSDS which is now being used as a case study for organisations who were considering installing a ground source heat pump. Paragon House also had an air source heat pump installed.
- 9.8 The University had been shortlisted for a UCISA award for Sustainable Digital Project or Initiative.
- 9.9 The Director of Property Services informed members that the University had made progress in a number of large initiatives but there were areas, particularly around recycling, where improvements could still be made mainly linked to human behaviours but campaigns would be undertaken to make people aware that making small changes could make a massive difference.

- 9.10 The Director of Property Services was working with catering contractors to open a sustainable restaurant on campus and to ensure food wastage was kept to a minimum, fresh food would be distributed at the end of the working day.
- 9.11 As part of working with the local community a repair café would be set up.
- 9.12 Staff and students were made aware of the University's sustainability drive as part of their induction. The Director of Human Resources further outlined initiatives being undertaken to bridge inequalities. The recent award of the Athena Swan bronze award and the formation of a five-year plan would encompass more than gender equality and would look to safeguard all protected characteristics.
- 9.13 The University paid the London living wage to all of its staff and this included contracted staff working for Elior and Bouygues.
- 9.14 The Pro Vice-Chancellor (Business Development) informed members that Environmental, Social and Governance (ESG) was being embedded into the curriculum and a report would be made to the Academic Board in May 2023. The University aimed to focus student minds on sustainable based careers at undergraduate and postgraduate level with a sustainability business specialism offered at level 7.
- 9.15 UWL's global reach with overseas partners included the recent work with the governments of Oman and the Maldives.
- 9.16 The APVC and Dean of the London Geller College of Hospitality and Tourism confirmed work would continue on upcycling food.
- 9.17 The Board of Governors **NOTED** the presentation.

10. International Student Experience (Presentation)

- 10.1 The Deputy Vice-Chancellor (Student Experience and Education) provided an outline of the international student experience journey which recognised the additional support needed, transitioning from one educational system to another, understanding cultural differences and embedding a sense of belonging and community.
- 10.2 The Provost and Senior Deputy Vice-Chancellor chaired the International Student Group which monitored the student journey from recruitment to completion.
- 10.3 The University had appointed a small group of staff whose focus was on providing a wraparound care package for international students. The current International Student Experience Co-ordinator is an international alumnus who understood the needs of the international cohort. The office tracked international students and provided additional support, when required.
- 10.4 Students are timetabled to attend a welcome talk by the Provost and Senior Deputy Vice-Chancellor, a pre-induction meet and greet online and a pre-induction student visa welcome.

- 10.5 The University aimed to cater to a wide variety of cultures and staff were aware that some cultural barriers existed which inhibited people from seeking help and support so the University provided a series of guides to enhance the standard information all students receive. There is also a separate page on the website for international students. Students receive a monthly newsletter providing opportunities to join groups and to meet with other students.
- 10.6 Many students relied on funds from their home country and, where this proved difficult, the University had supported students, particularly due to the increase cost of living expenses. It was noted that housing and emergency funds were different for visa holders.
- 10.7 Academic staff were also encouraged to be aware of international students in their classes and to provide enhanced support.
- 10.8 During university and national holidays activities were planned for international students who may be unable to return home.
- 10.9 The Students' Union also provided enhanced engagement for international students and data gathered through the Big Conversation allowed the SU to target support where needed.
- 10.10 The University provided sessions on University Regulations to ensure international students did not fall foul of the rules.
- 10.11 Members were informed that the majority of UWL international students did not bring family with them but, this was being monitored particularly as the course portfolio developed and if this changed then support and resources would be reviewed.
- 10.12 Members noted that if the School of Medicine international recruitment altered the student demographic then the current support would be reviewed.
- 10.13 The Board of Governors **NOTED** the presentation and were informed that the slides would be sent to members.

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Academic matters

11. Further Education Board (BG 2223 22)

Minutes of the meeting held on 15 November 2022 (Appendix 1)

- 11.1 The Chair of the FE Board confirmed members had toured Ruskin College.
- 11.2 The Ofsted action plan was discussed at the meeting.
- 11.3 Members **NOTED** the Minutes and items of business discussed.

12. Academic Board (BG 2223 23)

Minutes of the meeting held on 9 November 2022

12.1 The Vice-Chancellor informed members that the Board discussed the TEF, received a Quality and Standards update and discussed the draft student outcomes report.

12.2 Members **NOTED** the Minutes and items of business discussed.

13. Chairs briefing on Committee Activity (BG 2223 24)

Finance Committee meeting held on 16 January 2023 (Appendix 1)

13.1 Members discussed the University Financial Regulations and approved the amendment to sign off a budget that was in deficit.

13.2 Members **NOTED** the Minutes and items of business discussed.

Governance and Nominations Committee meeting held on 24 January 2023 (Appendix 2)

13.3 Committee members reviewed the VCE organigram. Governors requested this be circulated to all Board members.

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13.4 Members **NOTED** the Minutes and items of business discussed.

Student Liaison Committee meeting held on 3 November 2022 (Appendix 3)

13.5 The SU Chief Executive updated members on activities and provided details on information flowing from the Big Conversation.

13.6 Members **NOTED** the Minutes and items of business discussed.

Workforce Advisory Committee meeting held on 2 February 2023 (Appendix 4)

13.7 The Chair of the Committee informed members of the change from ExPERT Academy to the Centre for Enhancement in Learning and Teaching (CELT).

13.8 The Festival of Teaching and Learning was scheduled for 6 July 2023. An awards ceremony for staff who had been awarded AdvanceHE Fellowships would take place and Governors had been invited to attend.

13.9 Members **NOTED** the Minutes and items of business discussed.

14. Any other business

14.1 Members were updated on the appointment of the Chair of the Board of Governors.

14.2 Twenty applications had been received, 10 sourced through Nurole and 10 direct applicants. The Project Group would meet today to shortlist with informal meetings

being held on 4 April 2023. Applicants would meet with, the Vice-Chancellor, the current Chair of the Board, VCE members, a small group of Governors and the SU Executive.

- 14.3 Formal interviews would take place on 28 April 2023. The interview panel would be:

Professor Peter John CBE (Vice-Chancellor)
Shirley Cameron (Chair of the Finance Committee)
Steve Fowler (Chair of the Audit and Risk Committee)
Jonathan Lawrence (Chair of the Workforce Advisory Committee)
Kiran Virdee (Deputy Chair of the Finance Committee)
Pat Younge (Independent member)

- 14.4 Any appointment would be subject to approval at the Board of Governors meeting on 9 May 2023.

15. Date of Next Meeting

- 15.1 The next meeting of the Board of Governors will be on Tuesday, 9 May 2023 at 10am in the Directorate Boardroom.

Signed by Ms Jennifer Bernard
Chair of the Board of Governors

Date

Author: Coral Mason-Dunn
Title: Assistant Clerk to Board of Governors
Date: March 2023